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Apr 15 1997 8:00am
Secretary of State

PROFIT
CORPORATION
ANNUAL REPORT
1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # P95000048727 (8)

1. Corporation Name
HARBOR HEIGHTS HOLDINGS, INC.



Principal Place of Business

625 NO. FLAGLER DRIVE STE 700
WEST PALM BEACH FL 33401

Mailing Address

625 NO. FLAGLER DRIVE STE 700
WEST PALM BEACH FL 33401-4024

3. Date Incorporated or Qualified
06/22/1995

3a. Date of Last Report
05/01/1996

2. Principal Place of Business

21 5 Isla Bahia Drive

Suite, Apt. #, etc.

22

City & State

23 Ft. Lauderdale FL

Zip

24 33316

Country

25 USA

2a. Mailing Address

26 1540 S. Holland-Sylvania

Suite, Apt. #, etc.

27

City & State

28 Maumee OH

Zip

29 43537

Country

30 USA

4. FEI Number

65-0601702

Applied For

Not Applicable

5. Certificate of Status Desired

\$8.75 Additional
Fee Required

6. Election Campaign Financing
Trust Fund Contribution

\$5.00 May Be
Added to Fees

8. This corporation has liability for intangible tax under s. 199.032,
Florida Statutes

Yes No

9. Name and Address of Current Registered Agent

PERRY, DAVID L JR.
625 NO. FLAGLER DRIVE STE 700
WEST PALM BEACH FL 33401

10. Name and Address of New Registered Agent

81 Name

Robert G. Bennett

82 Street Address (P.O. Box Number is Not Acceptable)

5 Isla Bahia Drive

83

84 City

Ft. Lauderdale

FL

85 Zip Code

33316

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE

Signature of person named as registered agent and title if applicable

(NOTE: Registered Agent signature required when reinstating)

Robert G. Bennett

4/1/97

DATE

12. OFFICERS AND DIRECTORS

TITLE PSD
NAME BENNETT, ROBERT G.
STREET ADDRESS 1540 HOLLAND SYL RD
CITY- ST- ZIP TOLEDO OH

TITLE
NAME
STREET ADDRESS
CITY- ST- ZIP

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STREET ADDRESS
CITY- ST- ZIP

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CITY- ST- ZIP

TITLE
NAME
STREET ADDRESS
CITY- ST- ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

1.1 TITLE
1.2 NAME
1.3 STREET ADDRESS
1.4 CITY- ST- ZIP

2.1 TITLE Vice President
2.2 NAME Keith A. Bennett
2.3 STREET ADDRESS 1540 S. Holland-Sylvania Road
2.4 CITY- ST- ZIP Maumee OH 43537

3.1 TITLE Secretary-Treasurer
3.2 NAME Patrick T. Moulin
3.3 STREET ADDRESS 1540 S. Holland-Sylvania Road
3.4 CITY- ST- ZIP Maumee OH 43537

4.1 TITLE
4.2 NAME
4.3 STREET ADDRESS
4.4 CITY- ST- ZIP

5.1 TITLE
5.2 NAME
5.3 STREET ADDRESS
5.4 CITY- ST- ZIP

6.1 TITLE
6.2 NAME
6.3 STREET ADDRESS
6.4 CITY- ST- ZIP

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE:

Patrick T. Moulin
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

3/31/97
Date

Daytime Phone #

CR2E034 (9/96)